

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

CHEROKEE  
ACQUISITION

In re:

CELSIUS NETWORK LLC, et al.,

Debtors

Chapter 11

No. 22-10964 (MG)

(Jointly Administered)

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this evidence and notice.

Name of Transferor:

**AlixPartners, LLP**

Name and Current Address of  
Transferor:

**AlixPartners, LLP  
909 Third Avenue, Floors 28, 29 and 30  
New York, NY 10022**

Name of Transferee:

**Ceratosaurus Investors, LLC**

Name and Address where notices and payments  
to transferee should be sent:

**Ceratosaurus Investors, LLC  
Attn: Michael Linn  
One Maritime Plaza, Suite 2100  
San Francisco, CA 94111**

Claim No./Schedule	Creditor Name	Amount	Debtor	Case No.
Claim No. 17240	AlixPartners, LLP	\$4,930,753.00	Celsius Network LLC	22-10964
Schedule F No. 2410121	AlixPartners, LLP	\$4,917,968.28	Celsius Network LLC	22-10964

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Michael G. Linn

Transferee/Transferee's Agent

Date: August 15<sup>th</sup>, 2023

*Penalty for making a false statement:* Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Michael G. Linn  
Managing Member

**EVIDENCE OF TRANSFER OF CLAIM**

Annex B

TO: U.S. Bankruptcy Court  
Southern District of New York ("Court")  
Attn: Clerk

AND TO: Celsius Network LLC ("Debtor")  
Case No. 22-10964 (MG) ("Case")

Claim #: 17240

ALIXPARTNERS, LLP ("Seller"), for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

**CERATOSAURUS INVESTORS, LLC**  
Attn: Michael Linn  
One Maritime Plaza, Suite 2100  
San Francisco, CA 94111


its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights: (a) of reclamation and all administrative priority claims, and any cure payments made on account of Seller in the Case; (b) to any proof(s) of claim filed; (c) in and to any secured claim, collateral or any liens held by Seller; (d) to vote on any question relating to the claim in the Case; (e) to cash, interest, principal, securities or other property in connection with the Case; and (f) to any amounts listed on Debtor's schedules, in the principal amount of \$ 4,930,753.00 ("Claim"), which represents 100 % of the total claim amount of \$ 4,930,753.00, against Debtor in the Court, or any other court with jurisdiction over Debtor's Case.

Seller hereby waives: (a) any objection to the transfer of the Claim to Buyer on the books and records of Debtor and the Court; and (b) any notice or right to a hearing as may be imposed by Federal Rule of Bankruptcy Procedure 3001, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands, agrees, and hereby stipulates that an order of the Court may be entered without further notice to Seller transferring the Claim to Buyer and recognizing Buyer as the sole owner and holder of the Claim.

Buyer does not assume and will not be responsible for any obligations or liabilities of Seller related to or in connection with the Claim or the Case. You are hereby directed to make all future payments and distributions free and clear of all setoffs and deductions, and to give all notices and other communications in respect of the Claim to Buyer.

IN WITNESS WHEREOF, each of the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representative dated August 15, 2023.

**ALIXPARTNERS, LLP**

By:   
Name: Elizabeth S. Kewers  
Title: Associate General Counsel

**CERATOSAURUS INVESTORS, LLC**

By:   
Name: Michael Linn  
Title: Managing Member

Michael G. Linn  
Managing Member

**EVIDENCE OF TRANSFER OF CLAIM**

Annex B

TO: U.S. Bankruptcy Court  
Southern District of New York ("Court")  
Attn: Clerk

AND TO: Celsius Network LLC ("Debtor")  
Case No. 22-10964 (MG) ("Case")

Schedule F #: 2410121

**ALIXPARTNERS, LLP** ("Seller"), for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

**CERATOSAURUS INVESTORS, LLC**

Attn: Michael Linn  
One Maritime Plaza, Suite 2100  
San Francisco, CA 94111

its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights: (a) of reclamation and all administrative priority claims, and any cure payments made on account of Seller in the Case; (b) to any proof(s) of claim filed; (c) in and to any secured claim, collateral or any liens held by Seller; (d) to vote on any question relating to the claim in the Case; (e) to cash, interest, principal, securities or other property in connection with the Case; and (f) to any amounts listed on Debtor's schedules, in the principal amount of \$4,917,968.28 ("Claim"), which represents 100 % of the total claim amount of \$4,917,968.28, against Debtor in the Court, or any other court with jurisdiction over Debtor's Case.

Seller hereby waives: (a) any objection to the transfer of the Claim to Buyer on the books and records of Debtor and the Court; and (b) any notice or right to a hearing as may be imposed by Federal Rule of Bankruptcy Procedure 3001, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands, agrees, and hereby stipulates that an order of the Court may be entered without further notice to Seller transferring the Claim to Buyer and recognizing Buyer as the sole owner and holder of the Claim.

Buyer does not assume and will not be responsible for any obligations or liabilities of Seller related to or in connection with the Claim or the Case. You are hereby directed to make all future payments and distributions free and clear of all setoffs and deductions, and to give all notices and other communications in respect of the Claim to Buyer.

IN WITNESS WHEREOF, each of the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representative dated August 15, 2023.

**ALIXPARTNERS, LLP**

By: [Signature]  
Name: Elizabeth S. Kevlar  
Title: Associate General Counsel

**CERATOSAURUS INVESTORS, LLC**

By: [Signature]  
Name: Michael Linn  
Title: Managing Member

Michael G. Linn  
Managing Member

[Signature]

<b>3.9</b>	<b>Nonpriority creditor's name and mailing address</b>  ALXPARTNERS LLP 999 THIRD AVENUE, FLOORS 28, 29 AND 30 NEW YORK, NY 10022	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis for the claim:</b> Trade Payable	<b>\$</b> 4,917,966.28
	<b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b>	<b>Is the claim subject to offset?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	